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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	
	:	Chapter 11 Case Nos.
RANDALL'S ISLAND FAMILY	:	
GOLF CENTERS, INC., <i>et al.</i>,	:	00-41065 (SMB) through
	:	00-41196 (SMB)
Debtors.	:	
	:	(Jointly Administered)
-----X	:	

**FIRST INTERIM APPLICATION OF MEMBERS OF THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS FOR REIMBURSEMENT OF EXPENSES**

The official committee of unsecured creditors (the "Committee") appointed in the chapter 11 cases of Randall's Island Family Golf Center, Inc., *et al.*, debtors and debtors-in-possession (collectively, the "Debtors"), by its attorneys Berlack, Israels & Liberman LLP, hereby submits its First Interim Application of Members of the Official Committee of Unsecured Creditors for Reimbursement of Expenses (the "Application"), and respectfully represents:

JURISDICTION AND VENUE

1. Pursuant to 28 U.S.C. §§157 and 1334, this Court has jurisdiction over this matter. This is a core proceeding pursuant to 28 U.S.C. § 157(b). The venue of this proceeding is proper pursuant to 28 U.S.C. § 1409. The statutory basis for relief sought herein is provided in section 503(b) of the United States Bankruptcy Code (the "Bankruptcy Code").

BACKGROUND

2. On May 4, 2000, each of the Debtors filed their respective voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to manage and operate their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. The Debtors' chapter 11 cases are being jointly administered. No request has been made for the appointment of a trustee or an examiner. No plan of reorganization for the Debtors has been filed.

3. On May 12, 2000, the United States Trustee for the Southern District of New York (the "US Trustee") appointed the Committee.

4. The Committee elected Spalding Sports Worldwide and United States Trust Company of New York as its co-chairpersons. At that same meeting, the Committee unanimously selected BI&L as its counsel, subject to this Court's approval. This Court approved BI&L's retention by order dated May 31, 2000 *nunc pro tunc* as of May 12, 2000.

5. On June 21, 2000, this Court entered the Administrative Order which described the procedures through which official committee members, including those in the Committee, apply for interim reimbursement of expenses. This Application is submitted in accordance with the Administrative Order.

6. This is the Committee's first interim application for reimbursement of expenses. No prior application has been made to this or any other court, nor has payment been received by the Committee for expenses as provided in this Application.

REIMBURSEMENT REQUESTED

9. This Application is made by the Committee in accordance with Section 503(b)(3)(F) of the Bankruptcy Code.

10. The Committee requests reimbursement of expenses in the aggregate sum of \$828.55, which disbursements were incurred during the period from May 13, 2000 through August 31, 2000 (the "Reimbursement Period") in connection with the Committee's representation of the interests of the Debtors' unsecured creditors. Exhibit "A," annexed hereto, itemizes the expenses incurred and recorded by each Committee member currently seeking reimbursement. For this Reimbursement Period, only David Kittinger is seeking reimbursement.

11. The members of the Committee are fulfilling their obligations under section 1103 of the Bankruptcy Code through active participation in the process of making decisions which are important to the Debtors' estate.

12. The Committee members remain fully informed on all relevant issues of concern to the Debtors' estate to enable them to make the informed business judgments necessary to carry out their duties under the Bankruptcy Code. Through active and intelligent involvement, Committee members have ensured that the interests of the unsecured creditors of the Debtors' estate are fully represented.

13. Committee members are unpaid participants in the Debtors' chapter 11 cases. They are volunteers who expend time and effort so that all unsecured creditors may be assured that all options have been considered and that decisions have been made in the best interests of the unsecured creditors. These individuals' services are sometimes provided at the expense of Committee members' other business obligations. The Committee submits that reimbursement of the actual and necessary costs incurred and recorded by each Committee member in performing services for the benefit of the Debtors' estate and the unsecured creditors is well warranted.

14. Committee members have participated in regular Committee meetings. Most Committee meetings have been held telephonically to limit administrative costs.

15. The Committee members' participation has helped assure all unsecured creditors that decisions are being made in their best interests.

SUMMARY OF EXPENSES INCURRED

16. As reflected in the annexed report of expenses, this Application is for reimbursement of the actual and necessary expenses incurred by David Kittinger of the Committee in connection with his activities as a member of the Committee for the period from July 31, 2000 through August 31, 2000.

17. The member of the Committee seeking reimbursement of expenses pursuant to this application has received no reimbursement for the expenses incurred, though a monthly statement was also served this day.

WHEREFORE, the Committee respectfully requests that the Court enter an order approving reimbursement of \$828.55, and grant such other and further relief as may be just and proper.

Dated: New York, New York
September 20, 2000

BERLACK, ISRAELS & LIBERMAN LLP

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